

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SINGULARDTV, GMBH,

Case No. 1:21-cv-10130

Plaintiff,

-against-

ZACHARY LEBEAU and KIMBERLY JACKSON,

Defendants.

X

**DECLARATION OF EDWARD GREENWOOD IN OPPOSITION TO
PLAINTIFF'S REQUEST FOR A TEMPORARY RESTRAINING ORDER AND
PRELIMINARY INJUNCTION**

I, EDWARD GREENWOOD, pursuant to 28 U.S.C. § 1746 and Local Rule 6.1(d), state as follows:

1. I make this declaration in opposition to Plaintiff SingularDTV GmbH (“Plaintiff” or “Swiss Entity” or “GmbH”) Motion for a Temporary Restraining Order and Preliminary Injunction. The statements in this Declaration are true to the best of my knowledge.
2. I am the Controller for SingularDTV LLC (the “LLC”). I have held the position of Controller since March of 2018.
3. The LLC develops and markets blockchain platforms for the film and entertainment industries.
4. I am a Certified Public Accountant. I worked for JP Morgan for 14 years and have been working with startups and small businesses as a controller for the past 10 years.

5. I was hired by the LLC after interviewing with Kim Jackson, Arie Levy Cohen (“Cohen”) and Iwona Popieluch at the LLC’s New York offices on Fulton Street in Manhattan.

6. To the best of my knowledge, the owners and founders of the companies are Kim Jackson, Cohen, Zach LeBeau (“LeBeau”) and Joe Lubin (“Lubin”).

7. For the duration of my employment, I have been an employee of the LLC, based in New York, officially reporting to Kim Jackson and LeBeau, with dotted-line (indirect) reporting into the Switzerland finance team.

8. When I started with the company, Switzerland had approximately 7 employees, all providing finance, HR or legal/compliance functions. Cohen oversaw operations in Switzerland until around the last quarter of 2018, when his responsibilities were divided between Kim Jackson and Patrik Allenspach (and later Martin Trepp before being transferred back to Patrik Allenspach).

9. Over the course of my time as the LLC Controller, I have watched it grow to more than fifty employees and shrink down to just five (including me, LeBeau and Kim Jackson). I believe there is still one employee in Switzerland, Patrik Allenspach.

10. My primary job functions include managing the finances of the LLC, reporting expenses to the GmbH, and developing budgets for the company’s business operations.

11. Among the owners of the combined business, Kim Jackson was the primary ‘operational’ partner. She provided day-to-day oversight to the employees in Switzerland after Cohen’s departure. As sole Member of the LLC, she had ultimate responsibility for the LLC’s employees and operations.

12. Cohen has not been involved since his exit in 2018; Lubin is not visibly involved in the operations of the business. I have met him only once.

13. Throughout my time with the Company, Kim Jackson has been in charge of the LLC; on information and belief, Kim Jackson was also employed as the Chief Operating Officer of the GmbH pursuant to a consulting agreement.

14. The GmbH and the LLC are two separate companies, but until around May of this year, they were run as a single business.

15. From the time of Cohen's departure, until May of this year, all of the combined day to day operations of Singular DTV GmbH and LLC were overseen primarily by Kim Jackson principally from the New York office of the LLC. I recall at least three GmbH board meetings held at our offices on Fulton Street.

16. Both companies rely on the same pool of capital – a large stash of Ethereum tokens stored in a dual key ‘cold wallet’ controlled (I believe) by LeBeau and Cohen, until Cohen’s departure.

17. The GmbH and the LLC also control a number of operational ‘light wallets’. The ‘light wallets’ that I am aware of reside on the Tokit platform developed by the LLC and Switzerland.

18. Until approximately May of this year, Ethereum was regularly transferred from the ‘cold wallet’ to the various ‘light wallets’ where digital currency was either converted to cash or held as crypto. These wallets were used to pay vendors, contractors and employees.

19. Prior to May of this year, when the LLC needed money to pay for its operations, I would send a funding request to LeBeau and Kim Jackson stating the amount needed. They would then convert Ethereum held in the ‘cold wallet’ to dollars using the Cumberland exchange (Cumberland.io). It is my understanding that Switzerland operated similarly, except that it would exchange Ethereum for fiat currency through Bank Frick in Switzerland.

20. Sometimes, when the price of Ethereum was spiking, they would proactively convert Ethereum into fiat currency to take advantage of the exchange rate. These fundings were opportunistic, having nothing to do with a funding request. We would use that money to fund operations until it ran out. All of these transactions were reconciled between the LLC and the GmbH on a monthly basis.

21. One of my jobs at the LLC was to provide a detailed accounting of LLC expenses to the GmbH. I sent reports first to the Switzerland accounting department , and later to Allenspach or Trepp. In Switzerland, they would perform annual audits that incorporated my expense reports.

22. Most of the LLC's expenses went to supporting the development and operations of the BREAKER and TOKIT platforms, including marketing the platforms, licensing and marketing the film content distributed on the platforms, and funding exclusive film content created for the Breaker platform. Breaker is an on-demand video streaming platform; Tokit enables users to create and crowdsource their own cryptocurrency tokens, and create cryptocurrency wallets.

23. Breaker was launched in 2019 but was not economically successful. Tokit was launched in 2017 or 2018, previous to my joining the LLC, and is still available online at www.tokit.io, though the platform has not been adequately maintained since the GmbH terminated the services of Kim Jackson and the LLC on or around May 28, 2021. Both platforms were developed by a third-party vendor, Digital Mob, based in Eastern Europe, under the oversight of the LLC.

24. ConsenSys, Lubin's company, was also listed as a vendor but as far as I know provided no services to the LLC during my time as Controller.

25. The Breaker and Tokit platforms generated little revenue. The GmbH's almost exclusive source of revenue has come from the appreciation of Ethereum, and the LLC's almost exclusive source of revenue has come from payments made to the LLC from the GmbH, under terms of the Service & Development agreement between the two companies in effect since January 2017, until its termination by the GmbH in May 2021. Neither Breaker nor Tokit was economically successful, and the Company has spent the past year trying to figure out how to repurpose the software.

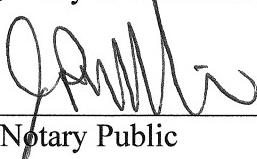
26. Since the agreement between the LLC and the GmbH was terminated, the LLC has continued to support the software and ancillary back-office functions (such as accounting (my job), hosting through Amazon Web Services, IT services and the company e-mail) using whatever is left from the latest pre-funding. Additionally, between June and November 2021, the LLC continued to employ 5 employees working on the project to repurpose the software. With no revenue, the LLC will eventually run out of money unless a new source of funds is identified or the GmbH resumes the funding system that was previously in place.

27. Despite the depleting operating account Kim Jackson and LeBeau have continued to run the day-to-day operations of the LLC so not to lose the remaining assets.

I declare under penalty of perjury under the laws of the United States of America that the forgoing is true and correct.


Edward Greenwood

Sworn to before me this
8th 7th day of December 2021


Notary Public

